Edgar Filing: GAMCO INVESTORS, INC. ET AL - Form 4

GAMCO INVESTORS, INC. ET AL Form 4 December 22, 2006 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading GABELLI MARIO J Issuer Symbol GAMCO INVESTORS, INC. ET AL (Check all applicable) [GBL] 3. Date of Earliest Transaction (Last) (First) (Middle) _X__ Director X__ 10% Owner X_Officer (give title _ Other (specify (Month/Day/Year) below) below) C/O GAMCO INVESTORS. 12/22/2006 Chairman and CEO INC, ONE CORPORATE CENTER (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting RYE, NY 10580 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) Ownership (Instr. 8) Owned Indirect (I) (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) (D) Price Code V Amount Class B By: $\mathbf{J}^{(1)}$ Common 12/22/2006 213,237 D (1) 20,428,500 GGCP, I Stock Inc. Class B Common 4,139 D Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control

Edgar Filing: GAMCO INVESTORS, INC. ET AL - Form 4

number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)		onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		7. Title and Amount of Underlying Securities (Instr. 3 an	f Deriv g Secur (Instr.	ative rity	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
Dono	rtin a C	Whore		Code V	(A) (D)	Date Exercisable	Expiration Date	or	nount mber ures		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GABELLI MARIO J C/O GAMCO INVESTORS, INC ONE CORPORATE CENTER RYE, NY 10580	Х	Х	Chairman and CEO					
Signatures								
/s/ James E. McKee Attorney-in-Fa GABELLI	12/22/2006							
<u>**</u> Signature of Reporting	Date							
Evaluation of Decanonace								

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

GGCP, Inc. distributed Class B Shares to the shareholders of GGCP, Inc. on 06/01/2006. 213,237 of these shares were previously returned to GGCP, Inc. immediately after the distribution in order to reduce certain obligations to GGCP, Inc., but those transactions were

retained to GGCP, inc. miniculately and the distribution in order to reduce certain congations to GGCP, inc., but mose transactions were adjusted effective 12/22/2006, leaving GGCP. Inc. with 213,237 less shares. The Reporting Person disclaims beneficial ownership of the Class B Shares held by GGCP in excess of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.